

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

In re:	§	
	§	
MIRA VISTA VILLAS, L.L.C.,	§	CASE NO. 10-42223 -11
	§	
Debtor,	§	
	§	
	§	
MIRA VISTA OAK GATE, L.L.C.,	§	CASE NO. 10-42224-11
	§	
Debtor.	§	Jointly administered under
	§	CASE NO. 10-42223-11

**ORDER (I) APPROVING THE PROPOSED DISCLOSURE STATEMENT, AND (II)
SCHEDULING A HEARING AND ESTABLISHING NOTICE AND OBJECTION
PROCEDURES FOR CONFIRMATION OF THE DEBTORS' PROPOSED PLAN**

A hearing having been held on December 8, 2010 (the "Hearing") to consider the *Debtors' Joint Disclosure Statement* (the "Disclosure Statement")¹ filed by debtors and debtors in possession Mira Vista Villas, L.L.C. ("Vista") and Mira Vista Oak Gate, L.L.C. ("Oaks") (collectively the "Debtors" or "Debtor" as applicable); and the Debtors having provided adequate notice of the Hearing; and the Court having reviewed the Disclosure Statement, the papers in support thereof, and the responses thereto, if any; and upon the Disclosure Statement, the papers in support thereof and the responses thereto, if any, and the record of the hearing and upon all of the proceedings heretofore before the Court,

THE COURT HEREBY FINDS AND DETERMINES THAT:

A. The Disclosure Statement [Doc. No. 146] contains "adequate information" about the Debtors' *First Amended Joint Plan of Reorganization* (the "Plan") within the meaning of section 1125 of the Bankruptcy Code.

¹ Any capitalized terms not defined herein shall have the meanings set forth in the Disclosure Statement.

B. Notice of the Disclosure Statement and the Hearing were properly provided and such notice was due and proper to all interested parties and no further notice is necessary.

NOW, THEREFORE, IT IS ORDERED THAT:

The Debtors' Disclosure Statement

1. The Disclosure Statement, as modified on the record at the hearing set on December 8, 2010, is APPROVED.

The Solicitation Procedures

Solicitation Packages and the Distribution Procedures Therefor

2. The Debtors shall send each member of the Voting Classes:
- (a) this Order;
 - (b) a notice of the Confirmation Hearing (the “Confirmation Hearing Notice”) which clearly identifies the deadline for filing objections to the Plan;
 - (c) the Disclosure Statement (as approved by this Order), which shall include the Plan as an exhibit;
 - (d) a ballot customized for such holder as described below with instructions and a return envelope; and
 - (e) such other materials as the Court may direct.

(collectively, the “Voting Solicitation Package”).

3. The Debtors shall send to each holder of a claim or equity interest not entitled to vote the Confirmation Hearing Notice (the “Non-Voting Solicitation Package”).

4. The Debtors shall distribute the following materials to the U.S. Trustee and all other parties requesting service in these chapter 11 cases:

- (a) this order;
- (b) the Confirmation Hearing Notice;

(c) the Disclosure Statement (as approved by this Order), which shall include the Plan as an exhibit; and

(d) such other materials as the Court may direct (collectively, the “Notice Solicitation Package,” together with the Voting Solicitation Package and Non-Voting Solicitation Package, the “Solicitation Packages”).

5. Except as provided above, the Debtors shall mail each of the Solicitation Packages described above within seven (7) days of entry of this Order (the “Solicitation Date”) to the mailing address listed in the proof of claim associated with each claim holder, to the extent one was filed, or the address associated with the claim holder as listed in the Debtors’ Schedules.

Form of Ballots

6. The Ballots, substantially in the forms of **Exhibits 1, 2, 3, 4, 5 and 6** attached hereto are APPROVED.

7. To be counted, the Ballots shall be received in accordance with the voting procedures outlined below.

Voting and Tabulation Procedures

Voting Deadline

8. In order to be counted as a vote to accept or reject the Plan, each Ballot shall be properly executed, completed, and delivered to Debtors’ Counsel as to be received by Debtors’ Counsel no later than the Voting Deadline of **midnight on the night of January 20, 2011 (prevailing Central Time)**.

Procedures to Tabulate Votes

9. The following procedures for tabulating votes on the Plan are approved:

- (a) A vote shall be disregarded if the Court determines, after notice and a hearing, that a vote was not solicited or procured in good faith or in accordance with the provisions of the Bankruptcy Code;
- (b) All votes to accept or reject the Plan must be cast by using the appropriate Ballot and in accordance with the voting instructions attached to each Ballot and/or as set forth on the Ballot (as may be applicable) and votes cast in any other manner may not be counted;
- (c) Any Ballot that is returned to Counsel for Debtors but which is unsigned shall not be counted;
- (d) Any Ballot that partially accepts and partially rejects the Plan shall not be counted;
- (e) Any entity entitled to vote to accept or reject the Plan may change its vote before the Voting Deadline by casting a superseding Ballot so that it is received on or before the Voting Deadline;
- (f) If Counsel for the Debtors receives Ballots on the same day but which are voted inconsistently, the last received Ballot shall be counted;
- (g) Any executed Ballot timely received by Counsel for Debtors that does not indicate either an acceptance or rejection of the Plan shall not be counted; and
- (h) Any executed Ballot, which indicates both acceptance and rejection of the Plan shall not be counted.

**The Confirmation Hearing and the Notice and Objection
Procedures in Respect of Confirmation of the Plan**

The Confirmation Hearing

10. The Confirmation Hearing shall be scheduled for **January 24, 2011 at 10:45 a.m.** (the “**Confirmation Hearing**”). The Confirmation Hearing may be continued from time to time by the Court or the Debtors without further notice other than adjournments announced in open court at the Confirmation Hearing or any subsequent adjourned Confirmation Hearing and that the Plan may be modified pursuant to section 1127 of the Bankruptcy Code prior to, during, or as a result of the Confirmation Hearing, in each case without further notice to parties in interest.

Objections to Confirmation of the Plan

11. Objections or responses to confirmation of or proposed modification to the Plan, if any, shall (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; and (c) set forth the name of the objecting party, the basis for the objection, and the specific grounds therefor.

12. All objections and responses to the confirmation of the Plan must be filed with the Court and served upon counsel for the Debtors, Coffin & Driver, PLLC, Attn: Vickie L. Driver, Esq., 7557 Rambler Road, Ste. 110, Dallas, TX 75231, Fax: (214) 377-4858, Email: vdriver@coffindriverlaw.com, no later than **midnight on the night of January 17, 2011 (prevailing Central Time)** (the “Objection Deadline”).

13. Objections not timely filed and served in accordance with the provision of this Order may be overruled on that basis alone.

14. The Debtors are authorized to take or refrain from taking any action necessary or appropriate to implement the terms of and the relief granted in this Order without seeking further order of the Court.

15. The Debtors are limited to making changes to the Disclosure Statement, Plan, Ballots and related documents, without further order of the Court, to correct typographical and grammatical errors and to make confirming changes among the Disclosure Statement, the Plan, and any other materials in the Solicitation Packages prior to their distribution.

16. This Court hereby retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and /or enforcement of this Order.

Signed on 12/13/2010

 SR

HONORABLE BRENDA T. RHOADES,
CHIEF UNITED STATES BANKRUPTCY JUDGE